

IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION

PRO-GARD PRODUCTS, LLC)	
)	
Plaintiff,)	
)	
vs.)	Civil Action No. 1:06-cv-0140-DFH-VSS
)	
PP USA, INC.)	Jury Trial Requested
d/b/a PATRIOT PRODUCTS USA,)	
PATRIOT ENTERPRISES USA, and)	
PATRIOT ENTERPRISES USA, INC.)	
)	
Defendant.)	

**CONSENT JUDGMENT AND STIPULATION OF DISMISSAL BETWEEN PLAINTIFF,
PRO-GARD PRODUCTS, LLC; DEFENDANT, PP USA, INC. D/B/A
PATRIOT PRODUCTS USA, PATRIOT ENTERPRISES USA,
AND PATRIOT ENTERPRISES USA, INC.; AND KURT R. MURRAY, PERSONALLY**

Plaintiff, Pro-gard Products, LLC; Defendant, PP USA, Inc. d/b/a Patriot Products USA, Patriot Enterprises USA, and Patriot Enterprises USA, Inc.; and Kurt R. Murray, personally, have entered into a Settlement Agreement ("Agreement") effective as of this 11th day of October, 2006.

Therefore, Plaintiff, Defendant, and Kurt R. Murray (collectively, the "Parties") stipulate and agree, subject to an Order of the Court dismissing Plaintiff's claims against Defendant with prejudice, that:

1. The terms of the Agreement are incorporated herein by reference as though recited in full. An executed copy of the Agreement is attached hereto as Exhibit 1.

2. This Court, the U.S. District Court for the Southern District of Indiana, Indianapolis Division, hereby expressly reserves and shall retain jurisdiction to enforce the terms of the Agreement.

3. Subject to the Agreement, Plaintiff's First Amended Complaint against Defendant is dismissed with prejudice, and any counterclaims and affirmative defenses asserted by Defendant also are dismissed with prejudice.

4. Each party shall bear its own attorneys fees, expenses, and costs.

STIPULATED AND AGREED TO:

/s/ R. Trevor Carter
R. Trevor Carter
BAKER & DANIELS LLP
300 North Meridian Street, Suite 2700
Indianapolis, Indiana 46204
Telephone: (317) 237-0300

Attorney for Pro-gard Products, LLC

/s/ Alastair J. Warr
Alastair J. Warr
KRIEG DEVAULT LLP
One Indiana Square, Suite 2800
Indianapolis, Indiana 46204
Telephone: (317) 636-4341

Attorney for PP USA, Inc. d/b/a Patriot Products USA, Patriot Enterprises USA, and Patriot Enterprises USA, Inc.

So ORDERED and SIGNED this ____ day of _____, 2006.

Honorable David F. Hamilton, Judge
U.S. District Court for the Southern District of Indiana
Indianapolis Division